

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION

DOUGLAS W. BAILLIE,

Plaintiff,

vs.

CHUBB & SON INSURANCE,

Defendant.

CASE NO.  
C-1-02-062

DEPOSITION OF: DOUGLAS W. BAILLIE  
TAKEN: By the Defendant  
Pursuant to Agreement  
DATE: May 9, 2002  
TIME: Commencing at 9:35 a.m.  
PLACE: Frost Brown Todd LLC  
2200 PNC Center  
201 East Fifth Street  
Cincinnati, Ohio 45202  
BEFORE: Karen Volk, CSR, RPR  
Notary Public - State of Ohio

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1 APPEARANCES:

On behalf of the plaintiff:

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and  
Mark W. Napier, Esq.  
of  
Freking & Betz  
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Fifth Floor  
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On behalf of the defendant:

David T. Croall, Esq.  
of  
Frost Brown Todd LLC  
2200 PNC Center  
201 East Fifth Street  
Cincinnati, Ohio 45202-4182

Also present:

Tim Szerlong  
Leonard C. Sherer

DOUGLAS W. BAILLIE

of lawful age, a witness herein, being first duly sworn as  
hereinafter certified, was examined and deposed as follows:

CROSS-EXAMINATION

BY MR. CROALL:

Q. Good morning, Mr. Baillie.

A. Good morning.

Q. We just met a minute ago. My name is David  
Croall and I'm one of the attorneys working on the lawsuit  
that you filed against Chubb.

The reason we're together this morning is so  
that I can ask you some questions about what led up to the  
filing of that lawsuit.

If you would answer those questions to the best  
you can. It's not my purpose to try to trick you, to get  
you to say things you don't mean to say.

I want you to be comfortable that you  
understand my questions. If you don't understand my  
question, I want you to tell me that and I'll try to restate  
it.

Any time you want to take a break, just say so.  
Although, if there's a question, I'll ask you to answer the  
question before you take a break.

Any time you want to consult with Mr. Freking

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1 A. Yes.  
 2 Q. Would the same be true for Dieter Korte, would  
 3 he have regionwide responsibilities within the commercial  
 4 lines?  
 5 A. Yes.  
 6 Q. And, again, help me out, what does that mean in  
 7 terms a lawyer can understand?  
 8 A. That would mean overseeing his managers and  
 9 other branches to make sure that they're doing -- make sure  
 10 that they're writing the type of business that Chubb can  
 11 make a profit on. Mainly it would be authority levels.  
 12 Q. Okay.  
 13 A. And act again as the consultant for them.  
 14 Q. So he's got to set the levels at which people  
 15 below him can approve business?  
 16 A. Right.  
 17 Q. Certain levels it would have to go to him?  
 18 A. That's right.  
 19 Q. Or up to you? I mean, were there certain --  
 20 A. No, branch managers don't have underwriting  
 21 responsibility. If it gets above Dieter, it would have to  
 22 go to Tim's zone manager in that capacity.  
 23 Q. So there's some commercial lines guy at the  
 24 zonal level --

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1 A. Right.  
 2 Q. -- that could sign off on something that's too  
 3 big for Dieter to approve?  
 4 A. That's right.  
 5 Q. And you said there were other direct reports.  
 6 Help me out with who those folks and what those functions  
 7 would be.  
 8 A. They would be the other underwriting office.  
 9 Not the claims, they didn't report to me, but the service  
 10 departments, loss control departments. And that's probably  
 11 it. Mostly underwriting departments.  
 12 Q. How did the region do in 2000? You said you  
 13 think there was like 8 or 9 percent growth?  
 14 A. Yeah. They did very well, you know, in all the  
 15 marketing and growth initiatives, but the loss ratio was  
 16 just awful.  
 17 Q. Do you remember what it was?  
 18 A. No. But I think we lost about 37 million in  
 19 the branch and the region wasn't great either.  
 20 Q. Loss ratio in the 135, 137 range?  
 21 A. I could provide you with that. It wasn't good.  
 22 We were still hit with the tail of the business and we were  
 23 running off quite a bit of distress business still and  
 24 trying to also get more rate.

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1 Q. During 2000 how was your relationship with Mr.  
 2 Szerlong?  
 3 A. Very good.  
 4 Q. You continued to have the kind of every six  
 5 week target for touching base with him?  
 6 A. Yeah. Yeah. It's kind of a rule of thumb that  
 7 I used.  
 8 Q. Did he come down and visit once or twice?  
 9 A. I think he came down once.  
 10 Q. Any particular problems or issues that led to  
 11 the lack of profitability in 2000?  
 12 A. Oh, yes. You know, just bad business,  
 13 depressed.  
 14 MR. FREKING: Objection to the extent the  
 15 question has already been asked before.  
 16 MR. CROALL: I thought we talked about  
 17 before --  
 18 MR. FREKING: Same stuff.  
 19 Q. Was there a major issue about uninsured  
 20 motorists coverage in Ohio at that point?  
 21 A. Yes.  
 22 Q. Explain to me what that issue was.  
 23 A. What happened was that the Supreme Court of  
 24 Ohio made a ruling that if somebody got hurt in an

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1 automobile accident that was uninsured, that they could go  
 2 against their employer, their employer's commercial  
 3 liability policy, to recover damages.  
 4 Q. How did that affect Chubb's business?  
 5 A. It affected it significantly because -- it  
 6 affected the entire insurance industry significantly because  
 7 basically what they had, now, was exposure that they did not  
 8 collect premium for.  
 9 Q. What, if anything, did you do to try and deal  
 10 with that problem?  
 11 A. I worked with the home office auto --  
 12 commercial auto folks. We put together a solution that we  
 13 thought would work for the uninsured motorists. Also worked  
 14 very closely with claims on how we're going to manage this.  
 15 Worked closely with underwriting on how we would manage it.  
 16 And actually put together a strategy session in  
 17 the home office where we had claims, underwriting, and legal  
 18 together where we came up with a strategy on how we're going  
 19 to manage Ohio UM, and worked closely with our legal  
 20 counsel.  
 21 Q. Legal counsel in the home office in New Jersey?  
 22 A. Correct.  
 23 Q. Would you say were you the leader in dealing  
 24 with that uninsured motorists issue or somebody else?

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1 A. I would say I was the leader in conjunction  
2 with the home office automobile. I didn't have the  
3 technical -- I was sort of the coordinator more than  
4 anything else.  
5 Q. Who at the home office was primarily  
6 responsible --  
7 A. That would be Michelle Middleton. Before her  
8 was Kathy Langner. They had the ultimate responsibility for  
9 making a profit.  
10 Q. At the start of 2001 you had a performance  
11 review meeting with Mr. Szerlong?  
12 A. Yes.  
13 Q. Tell me what you remember about that meeting.  
14 A. I remember I was surprised of his evaluation on  
15 some of my characteristics and sort of shocked and surprised  
16 at some of the examples that he used.  
17 Q. Do you remember any of the specifics of it? I  
18 know there's a memo that follows up on it, formal review  
19 document.  
20 A. Yeah. He mentioned the financials which, you  
21 know, were not good.  
22 But, you know, as I explained to him and Tim  
23 knew, it takes a long time to screw up a bulk of business.  
24 it takes an awful long time to correct it, too. Can't come

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1 in in '99, take some action, expect you to have a profit in  
2 2000.  
3 The zone didn't do it, Chicago didn't do it,  
4 many, many other branches didn't do it either. So that was  
5 one piece.  
6 But, you know, I understood that we needed to  
7 make a profit but actuarially it would have been impossible.  
8 The second piece was, he talked about the  
9 leadership style and he mentioned -- said that it was black  
10 and white, and that he also mentioned an incident where I  
11 did not properly explain to the staff.  
12 Q. Do you remember what incidents those were?  
13 A. Yeah, I do. There was conversation that we had  
14 in -- I believe it was -- oh, come to me, it wasn't  
15 Cleveland. Toledo. It was a conversation we had in Toledo.  
16 I had it with Tim, Jeff Barton, and Gary  
17 DeLong. He mentioned that my comments there were -- did not  
18 serve me well. That was the quote that he made.  
19 Q. Do you remember what the conversation was  
20 about?  
21 A. Tim didn't remember the conversation at all.  
22 But the only thing I remember about it was the discussion  
23 about that human resources and marketing are every manager's  
24 responsibility, basically Marketing 101, I mean Management

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1 101 type stuff. But Tim didn't remember the specifics.  
2 Q. What about the black and white? He said you  
3 were a black and white thinker, you didn't appreciate  
4 subtlety and didn't convey to your subordinates.  
5 A. Tim had no examples or any specifics on that.  
6 Q. Did you disagree with him on that? Did you  
7 tell him you didn't think that was true?  
8 A. Yeah. I mean, I told him I think one of my  
9 strengths was my ability to see both sides of an argument.  
10 Q. I think his overall rating -- I think this  
11 meeting is in February of 2001?  
12 A. Right.  
13 Q. Was met most?  
14 A. Yes.  
15 Q. Right?  
16 A. Yes.  
17 Q. Chubb rating system, as I understand it, which  
18 may not be correct, met most is just below met all?  
19 A. That is correct.  
20 Q. The next one up is exceeds some?  
21 A. Right.  
22 Q. Then clearly exceeds, I think?  
23 A. Uh-huh.  
24 Q. I forget what the very bottom one is. Not met?

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1 A. Right.  
2 Q. You recognize that met most was not a very good  
3 rating for somebody in a regional manager position?  
4 A. Right.  
5 Q. You understood that Mr. Szerlong was conveying  
6 to you a lack of satisfaction with your performance in that  
7 regional manager role?  
8 A. Well, I did ask the question, I said, does this  
9 mean that I'm failing in the job?  
10 Q. What did he say?  
11 A. He said no, no, you're not failing. Let's just  
12 get through this and we'll all play golf.  
13 Q. How long was the meeting with Mr. Szerlong when  
14 he went over your performance?  
15 A. I'd say it was about an hour and a half, two  
16 hours.  
17 Q. Where was it?  
18 A. It was in Chicago.  
19 Q. So you went up there?  
20 A. Yes.  
21 Q. Specifically for the performance review?  
22 A. Specifically for that but also to see some  
23 regional -- some zone managers.  
24 Q. Some of the product line zonal managers?

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1 business growth which was outstanding.

2 Q. What contact did you have with Mr. Szerlong  
3 between the conversations you already testified about when  
4 you called him about these memos and his meeting with you  
5 when you were terminated?

6 A. I don't recall any specific conversations.

7 Q. Any face-to-face meetings between the May 2nd  
8 meeting and the late August meeting?

9 A. Not that I recall.

10 Q. Just phone contact periodically?

11 A. Yeah. Basically we talked a couple times. He  
12 set up the August meeting, so he called prior to the August  
13 meeting.

14 Q. How long before?

15 A. Anywhere from two weeks to a month. I couldn't  
16 tell you for sure.

17 Q. He scheduled that, I think it's August 24th?

18 A. That is correct.

19 Q. He came to Cincinnati?

20 A. Yes.

21 Q. Met with you in the Cincinnati office? Yes?

22 A. Yes.

23 Q. Tell me what happened at that meeting.

24 A. At the meeting in the Cincinnati office?

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1 Q. Yes.

2 A. Or the meeting for the day?

3 Q. Well, tell me for the day.

4 A. We met with a couple agents for breakfast.

5 Then we met with a couple other agents for lunch. And then  
6 he went to some of the various departments.

7 And then about maybe 2:30 -- well, I don't know  
8 when it was, maybe 1:30, 2:00, came into the office and  
9 said, your financials are great, you're one of the best guys  
10 we have with agents and customers, but I need to make a  
11 change.

12 Q. What else did he say or what did you say?

13 A. He said, I'm looking for better leadership. I  
14 said, how is it possible that I'm not being an outstanding  
15 leader given the financials that we have, given the fact  
16 that all my goals and the balance scorecard are being  
17 carried out superiorally, and feedback I've always gotten  
18 from my folks have been 360, feedback has always been high,  
19 and it's inconsistent with my evaluations over the last 26  
20 years and my performance.

21 Q. What did he say?

22 A. Well, it's just my opinion.

23 Q. Okay.

24 A. I said, I guess I'm not going to talk you out

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1 of this then. He said, no. Get a cab for him.

2 Q. How long was the meeting?

3 A. I would say it was about 20 minutes. Oh, I do  
4 recall some other things he said.

5 Q. What?

6 A. He said, I am recommending the most aggressive  
7 package for you because you deserve it, which he said, I  
8 know that doesn't seem like a big thing right now in view of  
9 being terminated.

10 Q. You understood him to be talking about a  
11 severance package?

12 A. Right.

13 Q. Anything else you remember about the  
14 conversation with Mr. Szerlong in August?

15 A. Not that I recall at this time.

16 Q. Okay. He was professional and businesslike?

17 A. Yes. Yes, he was.

18 Q. And you were professional and businesslike as  
19 well?

20 A. Yes. We shook hands afterwards.

21 Q. How long were you in the office after you  
22 finished talking to Mr. Szerlong?

23 A. I don't know, maybe half hour, hour.

24 Q. You talked to a couple of your direct reports?

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1 A. Yes. I talked to --

2 Q. Jeff Barton? Jim Lash?

3 A. No. I talked to Diane Haggard and Becky  
4 Emerson and Tim Dadik, I believe. Those would be the three.

5 Q. What did you tell them?

6 A. I had been terminated.

7 Q. Did you give any explanation?

8 A. Yeah. I gave the same explanation Tim said. I  
9 discussed it a little with Diane Haggard. I said, he's -- I  
10 said, I guess you know. I figured she knew. I guess you  
11 know I've been terminated. She goes, no, I didn't know.

12 Tim said he was going to have a serious talk with you but I  
13 didn't know that. Man, he said I wasn't performing well on  
14 leadership. Is that true? She said no.

15 Q. Where was this conversation with Miss Haggard?

16 A. In her office.

17 Q. How long did you talk to her?

18 A. Not long. Couple minutes. Then with --

19 Q. Anything else you remember about the  
20 conversation with Miss Haggard?

21 A. No, not that I recall right now.

22 Q. Did you believe her when she said she didn't  
23 know?

24 MR. FREKING: At that time?

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1 group. Then him and I went out to dinner.  
 2 Q. Do you recall anything about your discussion  
 3 with him?  
 4 A. The only thing I can recall -- you know, we  
 5 discussed a wide myriad of things over the night, but as my  
 6 custom, I always ask, anything you think I can be doing  
 7 better or should be doing differently.  
 8 Q. What did he say?  
 9 A. No, keep doing what you're doing, you got it on  
 10 track.  
 11 Q. His first visit had you been --  
 12 A. Wasn't that long.  
 13 Q. -- Cincinnati manager for a year yet?  
 14 A. No.  
 15 Q. Less than a year?  
 16 A. Yes, less than a year. Much less than a year.  
 17 Q. '98?  
 18 A. Yeah.  
 19 Q. Then did he make another visit in 2000?  
 20 A. Yeah, that would be about right.  
 21 Q. Do you remember anything about the 2000 visit?  
 22 A. Yeah. The only thing I remember about that is  
 23 we went to dinner with a client and an agent.  
 24 Q. Who was that?

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1 A. Went with folks from Schiff Kreidler-Shell and  
 2 with a customer from Monarch Construction, outstanding  
 3 meeting. And Tom referred to it in subsequent presentations  
 4 he gave to the zone.  
 5 Q. Referring to it in a positive way?  
 6 A. Yes.  
 7 Q. Did you ever hear Mr. Motamed say anything  
 8 negative about you?  
 9 A. Never.  
 10 Q. Other than the conversations you've already  
 11 testified about with Mr. Szerlong, did you ever hear  
 12 secondhand from anybody that Mr. Motamed had said anything  
 13 negative about you?  
 14 A. Never.  
 15 Q. Did you ever hear Mr. Szerlong say anything  
 16 negative about your age?  
 17 A. No.  
 18 Q. Did you ever see any document that had anything  
 19 negative or derogatory about your age?  
 20 A. No.  
 21 Q. Did you ever see any document at Chubb that had  
 22 anything negative or derogatory about any employee's age or  
 23 ages in general?  
 24 A. No.

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1 Q. Did you ever hear anybody in upper level  
 2 management at Chubb, which I would define as anybody above  
 3 you, say anything negative, either hear it yourself or hear  
 4 secondhand, that somebody at that level in the company had  
 5 said anything negative about any employee's age or  
 6 employees' ages in general?  
 7 A. Not that I recall.  
 8 Q. Do you think your separation had something to  
 9 do with your age?  
 10 A. Yes.  
 11 MR. FREKING: Objection.  
 12 MR. CROALL: I assume you're going to let him  
 13 answer anyway.  
 14 MR. FREKING: Uh-huh.  
 15 Q. Why do you think that?  
 16 A. I'm not a lawyer.  
 17 Q. I understand.  
 18 A. Having the best profit and second best growth  
 19 in the zone and being one of the oldest managers, having  
 20 performance better than the other managers, and being  
 21 replaced by a younger person, you know, leads me to believe.  
 22 Q. When you're talking about having the best  
 23 profitability and growth, you're talking about 2001?  
 24 A. Correct.

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1 Q. Up until the time of your separation?  
 2 A. Right.  
 3 Q. I assume those numbers were circulated monthly  
 4 or was it monthly or quarterly or --  
 5 A. Monthly.  
 6 Q. Everybody got everybody's numbers?  
 7 A. Yes.  
 8 Q. You could see premiums and profitability and --  
 9 A. Right.  
 10 Q. -- all that stuff?  
 11 A. Tim would share it with us.  
 12 Q. You could see it for your own office and each  
 13 branch within your office, your region and everybody else's  
 14 regions. Would it be broken down office by office for other  
 15 regions or just --  
 16 A. No. No. Just really the zone. I wouldn't  
 17 really see anybody else's. You could look at it if you  
 18 wanted to.  
 19 I knew what the corporate numbers were. But,  
 20 basically, the only thing that was given to me was the  
 21 zones' numbers.  
 22 Q. Would it be broken down by region within the  
 23 zone?  
 24 A. Sure.

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1 A. I can't recall. He certainly talked about each  
2 one.  
3 Q. Did you think that was a fair review by Mr.  
4 Cavanaugh?  
5 A. Yeah, I think so.  
6 Q. I guess this is on a 5 point scale, 5 being the  
7 best?  
8 A. That's correct.  
9 Q. 0 or 1 being the low end?  
10 A. Right.  
11 (A recess was taken from 2:10 to 2:15.)  
12 (Baillie Exhibits 9 and 10 were marked for  
13 identification.)  
14 Q. Mr. Baillie, you've got Exhibits 9 and 10 in  
15 front of you.  
16 A. Correct.  
17 Q. Exhibit 9 is a letter from Sy Green to you, it  
18 looks like after a visit.  
19 A. Uh-huh. Yes.  
20 Q. How often did he come in?  
21 A. That was the only time he had come in.  
22 Q. Okay. Help me out where he fits into the  
23 structure. He's not a zone guy. He's higher than a zone  
24 guy?

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1 A. Yes. At the time I believe he was Tim's boss.  
2 He was in charge of field operations.  
3 Q. If you look at that third paragraph where he  
4 says, "Thanks very much for arranging productive visits for  
5 me in Columbus, Cincinnati and Louisville."  
6 Then he references a discussion that you and he  
7 apparently had about continuing to push for very strong  
8 players and need to develop more world class performers and  
9 fewer average performers.  
10 Did he talk with you about that?  
11 A. Not to my recollection. He was big on getting  
12 maximum authority. He didn't think the field had enough  
13 authority, so we need to continue to booster up the  
14 technical ability of the field to get more authority at the  
15 point of sale, underwriting positions.  
16 Q. When you're talking about authority --  
17 A. Underwriting.  
18 Q. The amount of dollars that somebody could  
19 approve?  
20 A. That's right. Exposure in dollars.  
21 Q. Do you remember, in the last few years you were  
22 with Chubb people at the highest executive levels in the  
23 company talking about what Mr. Green says in this letter,  
24 about pushing for getting the best people in the right

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1 positions and getting top performance and not settling for  
2 just average performance?  
3 A. Oh, sure. Yes.  
4 Q. Did you try to implement that in the Cincinnati  
5 region?  
6 A. Yes.  
7 Q. Did you terminate any employees' employment in  
8 the Cincinnati region during the time you were regional  
9 manager?  
10 MR. FREKING: Objection as to relevance. You  
11 can go ahead and answer.  
12 A. Yes.  
13 Q. Do you recall how many and what the  
14 circumstances were?  
15 A. We terminated a loss control rep for falsifying  
16 a report.  
17 Q. Was that here in Cincinnati?  
18 A. Yes. It was termination of some of the SCRs  
19 that were on profit improvement plans. And we demoted a  
20 couple of people and then some people just left.  
21 Q. Voluntarily left?  
22 A. Voluntarily left.  
23 Q. Knowing they were having some performance  
24 issues?

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1 A. Right.  
2 Q. In any of the employment decisions you made as  
3 branch manager, did you ever consider age as a reason for  
4 taking some adverse employment action against somebody?  
5 A. No.  
6 Q. Did anybody higher than you at Chubb ever tell  
7 you to take some employment action based on somebody's age?  
8 A. No.  
9 Q. Take a look at Exhibit 10. Tell me what that  
10 is.  
11 A. That's a pre-year business plan, sort of  
12 summarizing what the focus should be for the year.  
13 Q. So it's in fourth quarter '99 looking forward  
14 to the year 2000?  
15 A. Correct.  
16 Q. You say down there at the bottom of the first  
17 page that returning to profitability is the number one  
18 priority.  
19 A. Correct.  
20 Q. That's one that didn't happen, right?  
21 A. Correct. Well, it did happen but not in 2000.  
22 Q. Didn't happen till 2001?  
23 A. Well, actually it was happening at the second  
24 part of the year. The numbers were starting to get real

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1 good during the second half of the year.  
 2 Q. Do you remember what they were for the full  
 3 year?  
 4 A. Yeah. They weren't good.  
 5 Q. Do you remember what they were?  
 6 A. No. I remember we lost about 40 million.  
 7 Q. Looking at the second page of Exhibit 10, under  
 8 "Staff Development," that last sentence, you wrote this  
 9 right? You wrote this document?  
 10 A. Yes, I did.  
 11 Q. Input from anybody else?  
 12 A. Not direct input but obviously discussions with  
 13 a lot of people including Tim, including corporate  
 14 direction.  
 15 It was kind of, you take the corporate  
 16 direction, you take the zone direction, and then you take,  
 17 you know, what things you need to work on.  
 18 Q. Apply it to your region?  
 19 A. Yeah. That's right.  
 20 Q. "Our managers' ability to develop staff will be  
 21 an even larger percentage of their performance rating in the  
 22 year 2000."  
 23 Is that something that came from corporate,  
 24 from zone, from yourself?

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1 A. No. That's a personal pet peeve and focus of  
 2 mine, staff development, always has been.  
 3 Q. Was it your understanding that emphasis was  
 4 consistent with corporate direction as well?  
 5 A. Yes.  
 6 Q. Looking down at the "Summary" paragraph at the  
 7 very end, you said, "We have the best infrastructure, staff,  
 8 agency plant and account relationships in the industry."  
 9 First of all, help me out. What do you mean by  
 10 "agency plant"?  
 11 A. Our independent agents that we do business  
 12 with.  
 13 Q. Just the system of agents that you've got out  
 14 there --  
 15 A. That's right.  
 16 Q. -- selling Chubb product?  
 17 A. Uh-huh. We were pretty much dominating the  
 18 marketplace back then.  
 19 Q. In this region or nationally?  
 20 A. Pretty much this region.  
 21 Q. Who were the big competitors in this region?  
 22 A. CNA, Travelers, Royal, Cincinnati Financial.  
 23 Q. Do you keep track of market shares, is that  
 24 something you can estimate or --

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1 A. We have Best reports by state.  
 2 Q. That's a company that does that?  
 3 A. Right.  
 4 Q. You don't do any internal measurement?  
 5 A. No. Basically what you do is you take a look  
 6 at what the agents have and see when your penetration is  
 7 there and take a look at the incoming, because they pretty  
 8 much market their whole book, and then what you're  
 9 getting -- what you get -- what you want and what you get  
 10 based on what you want.  
 11 Q. So you would ask the people you deal with at  
 12 Schiff Kreidler-Shell, just to take an example --  
 13 A. Yeah.  
 14 Q. -- of how much of your total business is Chubb  
 15 business?  
 16 A. Right.  
 17 Q. Get a sense for your market share from that?  
 18 A. Yeah. It was more -- more from a new business  
 19 and retention standpoint where we were dominating the market  
 20 as opposed to market share. We have a very small niche.  
 21 (Baillie Exhibit 11 was marked for  
 22 identification.)  
 23 Q. Mr. Baillie, take a look at Exhibit 11.  
 24 That's a performance review, looks like it started in

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1 December of '99 and then the final approval is in early 2000  
 2 by you and Mr. Szerlong, right?  
 3 A. Correct.  
 4 Q. Now, is this the first performance review that  
 5 Mr. Szerlong would have done for you?  
 6 A. Yes.  
 7 Q. As I read it, the overall score exceeds  
 8 some?  
 9 A. Right.  
 10 Q. Which I think you testified is the score you  
 11 usually got?  
 12 A. Yes.  
 13 Q. And just so I understand the process, I mean,  
 14 did you take the initial run at drafting this in terms of  
 15 the business goals and the learning goals and the  
 16 accomplishments and the disappointments, then Mr. Szerlong  
 17 would give you input and the document would get edited?  
 18 A. Correct.  
 19 Q. Then he did the rating section?  
 20 A. Correct.  
 21 Q. Then you both sign off on it, at least  
 22 electronically sign off on it?  
 23 A. Correct.  
 24 Q. Am I right that this is in the -- there's a